

**INTERNATIONAL WASTEWATER SYSTEMS INC.**

1443 Spitfire Place  
Port Coquitlam, BC V3C 6L4

**September 2, 2016**

Canadian Securities Exchange  
220 Bay Street  
9<sup>th</sup> Floor  
Toronto, Ontario  
M5J 2W4

Dear Sirs/Mesdames:

**Re: Private Placement of Common Shares at \$0.20 per Share**

With respect to the private placement of common shares in the capital of International Wastewater Systems Inc. (the “**Shares**”) at a price of 0.20 per Share (the “**Private Placement**”), we hereby confirm receipt of an aggregate subscription proceeds of \$1,600,000. The first tranche of the Private Placement consisted of 4,800,000 Shares for \$960,000.00 was closed on August 19, 2016. The second tranche of the Private Placement consisted of 3,200,000 Shares for \$640,000.00 was closed on September 2, 2016.

Yours very truly,

**INTERNATIONAL WASTEWATER SYSTEMS INC.**

*“Yaron Conforti”*

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Yaron Conforti  
Chief Financial Officer and Director